

EXHIBIT A

Within sixty (60) business days following the Effective Date,¹ the Board of Directors (“Board”) of NewLink Genetics Corporation² (the “Company”) shall implement the corporate governance policies and enhancements set forth below (“Corporate Governance Reforms” or “Reforms”), which shall remain in effect for no less than four (4) years unless otherwise stated herein.

Defendants acknowledge and agree that, while existing policies and committees addressed some of the subject matter of the Corporate Governance Reforms, the changes and additions included below resulted primarily from the filing, pendency, and settlement of the Derivative Action. Defendants also acknowledge and agree that the Reforms confer a substantial benefit on the Company and its shareholders.

1. DIRECTOR INDEPENDENCE

The Company’s Corporate Governance Guidelines currently require that the Board “be composed of not less than a majority of independent directors, subject to any exceptions permitted by The Nasdaq Stock Market (‘Nasdaq’) listing standards.” The Company will amend its Corporate Governance Guidelines to require that two-thirds (2/3) of the Board be composed of independent directors.

2. MEETINGS IN EXECUTIVE SESSION

The Company’s Corporate Governance Guidelines currently state: “The independent directors of the Board will meet periodically in executive session but no less than two times per year or such greater number as required by the Nasdaq listing standards.” The Company will amend its Corporate Governance Guidelines to require that the Company’s independent directors meet in executive session following each regularly scheduled full board meeting, and in no event less than four (4) times per year.

3. MANDATORY ATTENDANCE AT ANNUAL SHAREHOLDER MEETING

Absent extraordinary circumstances, each member of the Board shall attend each annual shareholder meeting, and during the annual shareholder meeting shareholders shall have the right to ask questions, both orally and in writing, and receive answers and discussion where appropriate from the CEO and members of the Board. Such discussion shall take place regardless of whether those questions have been submitted in advance.

¹ All capitalized terms not otherwise defined in this document shall have the meaning provided in the Stipulation and Agreement of Settlement dated May 21, 2021.

² On March 18, 2020, NewLink Genetics Corporation completed a merger with Lumos Pharma, Inc. The combined company assumed the name Lumos Pharma, Inc. and trades on Nasdaq under the symbol “LUMO.”

4. AUDIT COMMITTEE ENHANCEMENTS

The Audit Committee is currently required to meet only as often as “its members shall deem necessary or appropriate.” The Company shall amend its Audit Committee Charter to require that the Audit Committee meet no fewer than four (4) times per year.

5. COMPLIANCE REVIEW COMMITTEE ENHANCEMENTS

The Compliance Review Committee shall report to the Audit Committee at least on a quarterly basis. The Chair of the Audit Committee shall be available to address issues pertaining to compliance and/or risk management on an ad-hoc basis.

Additionally, the Company shall update the investor relations section of its website to disclose the existence of the Company’s Compliance Review Committee, as well as its members and responsibilities.

6. CHIEF COMPLIANCE OFFICER

The Company shall update the management section of its website to disclose the existence and identity of the Company’s Chief Compliance Officer.

7. INSIDER TRADING ENHANCEMENTS

The Company will prohibit trading of its securities by Section 16 of the Securities Exchange Act of 1934 officers, except trades made pursuant to a Securities and Exchange Commission Rule 10b5-1 plan, for the period of time beginning no later than the fifteenth day of the last month of each quarter and ending no earlier than forty-eight hours after the release of earnings each quarter. Failure to comply with the Company’s Insider Trading Policy will result in an assessment by the Office of General Counsel concerning appropriate disciplinary action, including but not limited to cancellation of outstanding stock options, disqualification from performance-based compensation, and termination.

8. WHISTLEBLOWER ENHANCEMENTS

The Company shall amend its documents describing its Whistleblower Policy to include additional language encouraging employees to bring forward good faith or bona fide concerns or complaints regarding ethical and legal violations. The added language will further emphasize that the Company is serious about adherence to its codes of conduct and that whistle blowing is an important tool in achieving this goal. The Company shall remind employees of whistleblower options and whistleblower protections in employee communications provided at least twice a year.